

Amendment 148

Contract No. 229944

To the Contract for the Design, Implementation, Operation and Maintenance of the Regional Fare Coordination System

This Amendment 148 to the Contract for the Design, Implementation, Operation and Maintenance of the Regional Fare Coordination System is entered into this 13th day of May, 2011, by and between ERG Transit Systems (USA) Inc, a California corporation and wholly owned subsidiary of Vix-ERG Limited, an Australian corporation, (hereinafter referred to as the "Contractor") and each of the following seven public transportation agencies (hereinafter referred to individually as an "Agency" or collectively as the "Agencies"):

1. Central Puget Sound Regional Transit Authority ("Sound Transit")
2. King County ("King County")
3. Kitsap County Public Transportation Benefit Area ("Kitsap Transit")
4. Pierce County Public Transportation Benefit Area ("Pierce Transit")
5. Snohomish County Public Transportation Benefit Area ("Community Transit")
6. City of Everett ("Everett")
7. State of Washington, acting through the Washington State Department of Transportation, Washington State Ferries Division ("WSF")

Recitals

- A. Effective April 29, 2003, each of the Agencies and the Contractor entered into Contract #229944 ("Contract") to implement a Regional Fare Coordination System ("RFC System") to establish a common fare system utilizing smart card technology. The Contractor is responsible for the development, implementation, operation and maintenance of the RFC System as specified in the Contract.
- B. The Agencies and the Contractor desire to amend Section VI of Exhibit 9, Price Schedule Special Programs, to compensate the Contractor for the work necessary to commission two (2) Washington State Ferries (WSF) Gate Access Kits (GAKs) in the Vashon Terminal. This work is performed per CR-002636 *WSF Turnstiles at Vashon v2*.
- C. The Parties agree that the Work necessary to complete the GAK commissioning and associated documentation for WSF will be performed and compensated as described below.

Agreement

Section 1.0 Description of Work

1.1 The Contractor will perform the work necessary to:

- (a) Update the Asset Register for Vashon GAKs
- (b) Build Vashon locations and add devices to DMCG
- (c) Perform commissioning tests.
- (d) Produce new system documentation. The Contractor has identified the documentation as SEA-TBD CDRL 24 Commissioning Test Results CR-002636
- (e) Submit Asset Register to WSF

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the sufficiency of which is hereby acknowledged, the Parties hereby agree to amend the Contract as follows:

Section 2.0 Compensation Changes

Section VI (Implementation) of Exhibit 9, Price Schedule, is hereby amended to read as follows:

VI. IMPLEMENTATION

SPECIAL PROGRAMS

| |
|--------------------------|
| LUMP SUM COST |
|--------------------------|

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| | |
|--|---------------|
| To perform the work necessary to commission 2 WSF GAKs at the Vashon Terminal. | |
| TOTAL | \$1749 |

Section 3.0 Other Terms and Conditions

All other provisions of the Contract not referenced in this Amendment One Hundred and forty-eight shall remain in effect.

IN WITNESS WHEREOF, authorized representative of the Agencies and the Contractor have signed their names in the spaces provided below.

ERG Transit Systems (USA) Inc.

By: _____

Its: _____

Date: _____

The Agencies

By: _____


Their: _____

On behalf of the Agencies

Date: _____

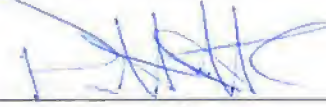
Candace Carlson
ORCA Operations Manager
May 13, 2011

Signed by ERG Transit Systems (USA) Inc by its attorney-in-fact Elaine Aulgur pursuant to Power of Attorney dated 18 June 2010:


Elaine Aulgur

12 May-11
Date

~~In the presence of:~~

~~
Witness Signature~~

~~*12-MAY-11*
Date~~

Witness name: _____

ANTI HAZARD